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Attorneys for Plaintiff Millrock Investment Fund 1, LLC

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF UTAH

MILLROCK INVESTMENT FUND 1, LLC,

Plaintiff,

v.

HEALTHCARE SOLUTIONS
MANAGEMENT GROUP, INC.;
HEALTHCARE SOLUTIONS HOLDINGS
INC.; LANDES CAPITAL MANAGEMENT,
LLC; LANDES AND COMPAGNIE TRUST
PRIVE KB; JOSHUA CONSTANTIN; and
JUSTIN SMITH,

Defendants

DECLARATION OF BRENT SMITH

Case No. 2:23-cv-000157-JNP

Judge Jill N. Parrish

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1. I am over the age of 18 and if called to testify could testify truthfully to the matters stated herein.
 2. I have worked for 6 years in commercial real estate. After working with Rosco

Capital for 18 months, I pivoted efforts to co-found Millrock Investment Fund 1, LLC, which has obtained and divided \$150 million dollars in commercial real estate investments for its clients.

3. I am a Limited Partner of Millrock Investment Fund 1, LLC.

4. On November 30, 2022, I participated in a phone call with Josh Constantin and Kevin Long. Mr. Long stated that HSMG was either the lessee or a guarantor of the lease payments and therefore liable on the leases. During the meeting, Mr. Constantin sought to negotiate a year of free rent for each of the surgical centers. Mr. Long pushed back and indicated the TIC Owners would not be inclined to give free rent and were more likely to pursue the corporate guarantee against HSMG. In response, Mr. Constantin said, in effect: “That has not kicked in yet. You need to tell the owners they need to work with me or I will empty the corporate shell and they will have nothing to come after. This is what I do, I am very good at it.”

5. During the Call, we discussed the Equipment Funds associated with the Draper Surgical Center, discussing Millcreek filing a UCC-1 against any equipment that had been purchased with the Equipment Funds. In response, Constantin stated that he would do whatever it took to make sure that HSMG’s assets, including equipment, were impossible to get to if Millrock intended to file UCC-1 filings on any equipment purchased with the Equipment Funds. Constantin further stated during the call that HSMG’s single purpose subsidiary entities were set up in such a way as to make it very difficult to recover assets.

I declare under penalty of perjury the foregoing is true and correct.

Dated this day 6th of March, 2023.

By: 
Brent R. Smith